

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

In re ASPEN TECHNOLOGY, INC.)	Master File No. 04-cv-12375-RCL
SECURITIES LITIGATION)	
)	<u>CLASS ACTION</u>
)	
This Document Relates To:)	LEAD PLAINTIFFS' MOTION FOR FINAL
)	APPROVAL OF CLASS ACTION
ALL ACTIONS.)	SETTLEMENT AND PLAN OF
)	ALLOCATION OF SETTLEMENT
)	PROCEEDS

Lead Plaintiffs hereby move this Court to enter an Order finally approving the settlement of this litigation and dismissing it against the defendants with prejudice. Lead Plaintiffs' motion is based upon the Memorandum in Support of Motion for Final Approval of Class Action Settlement and Plan of Allocation of Settlement Proceeds; the Stipulation and Agreement of Compromise, Settlement and Release of Securities Action dated as of November 16, 2005, all other pleadings and matters of record, and such additional evidence and testimony as may be presented at the hearing on Lead Plaintiffs' motion.

DATED: February 27, 2006

Respectfully Submitted,

/s/Theodore M. Hess-Mahan

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CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on February 27, 2006.

/s/Theodore M. Hess-Mahan

Theodore M. Hess-Mahan